CDIENT: IVIEWII CONFORMIION AUGUST 24,	CLIENT:	IVIEWIT	CORPORATION	August	24,	1999
--	---------	---------	-------------	--------	-----	------

MATTER: GENERAL CORPORATE ADVICE

PAGE: 4

06/08/99 C WHEELER .25 Prep of notary acknowledgment for Mr. Lewin

06/08/99 C WHEELER 1.00 Conf with Mr. Thompson re corporate structure

06/08/99 C WHEELER 5.00 Conference w/I.Akselrad; conference w/R.Thompson; conference w/C.Branden;

preparation of confidentiality agreements and transmittal; conference w/Mr.Bernstein;

conference w/M.Buchsbaum

06/08/99 S ROMOFF 1.75 Telephone conference w/ DT; Meet w/ IA; Drafting LLC Agreement.

06/08/99 M ROBBINS .50 Review subscription packages from shareholders.

Inter-office conferences with Zammas re: updating shareholder subscription list.

06/08/99 J ZAMMAS .50 Copy documents for C. Wheeler; return call to

Andrew Dietz regarding signing of document: fax

Andrew Dietz regarding signing of document; fax organizational minutes to Simon Bernstein

pursuant to Eliot Bernstein's request..

06/09/99 H COATES JR. .25 Conference with Rocky Thompson regarding

securities issues concerning involvement in LLC

structure

06/09/99 D THOMPSON II 2.75 Telephone conference with Jerry Lewin re structural changes; Conference with Attorney

Mara Lerner Robbins; conference with Attorney

C. Wheeler re pending matters; prepare LLC.

06/09/99 C WHEELER 1.00 Conference w/Mr.Rosman re revision; arrange revision

06/09/99 C WHEELER .25 Set up conference call w/Rosalie Bibona

06/09/99 C WHEELER .50 Conference w/R.Bibona

06/09/99 C WHEELER .50 Conference w/R.Thompson re new corp. setup

06/09/99 S ROMOFF 7.50 Drafting LLC Agreement.

06/09/99 M ROBBINS 1.00 Inter-office conferences with Zammas re: log of

received subscription agreements. Telephone conferences with Dietz. Telephone conferences with Bernstein. Telephone conference to Lewin.

06/09/99 J ZAMMAS .75 Keep record of checks and subscription agreements; prepare and fax list of people who

agreements; prepare and fax list of people who have sent in checks for shares to Jerry Lewin.